

## MEDIA INDUSTRY

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### 2009 Key Highlights

- The largest transaction for 2009 is the announced joint venture between Comcast and General Electric's NBC Universal. Comcast contributed \$13.75 billion for a 51% stake.
- The segment with the largest transaction volume for 2009 was Internet Media with 144 transactions.
- In 2009, there were 76 financially sponsored transactions with an aggregate value of \$10.69 billion. These figures represent 17 percent of the total volume and 29 percent of the total value, respectively.

### 2009 vs. 2008 Key Trends

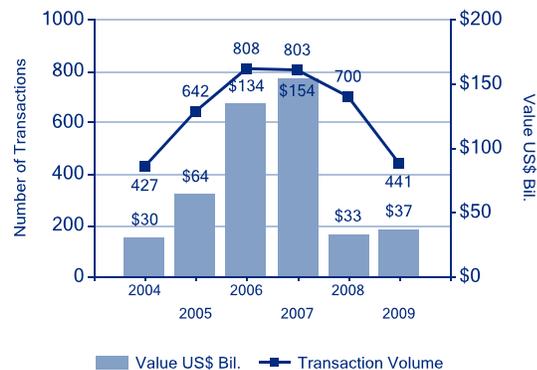
- Total transaction volume in 2009 decreased by 37 percent over 2008 from 700 in 2008 to 441 in 2009.
- Total transaction value in 2009 increased by 12 percent over 2008, from \$32.68 billion in 2008 to \$36.51 billion in 2009.
- The segment with the largest decrease in volume in 2009 over 2008 was Consumer Publishing with a 55 percent decrease from 142 transactions in 2008 to 64 transactions in 2009.

### 2004-2009 Market Overview

Out of 3,821 transactions tracked by Berkery Noyes between 2004 and 2009 we determined the aggregate enterprise values paid for transactions, where the values of 1,441 were disclosed (known), to be \$387.55 billion. Based on known transaction values, using a histogram on a logarithmic scale, we project values of 2,380 undisclosed (unknown) transactions to be \$62.94 billion for a combined total of \$450.49 billion worth of transactions tracked over the past six years.

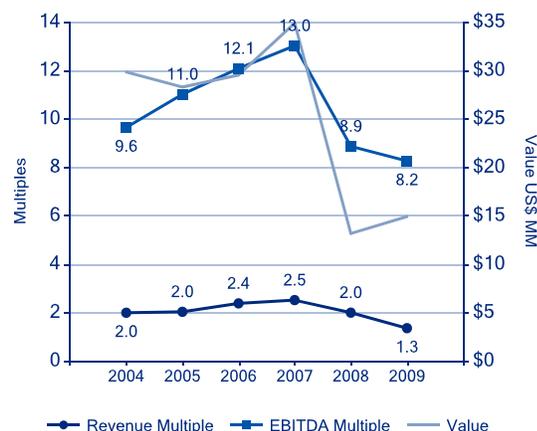
The largest transaction tracked by Berkery Noyes between 2004 and 2009 was Bain Capital and Thomas H. Lee Co. who acquired Clear Channel Communications, Inc. for \$17.92 billion.

#### M&A Market Dynamics



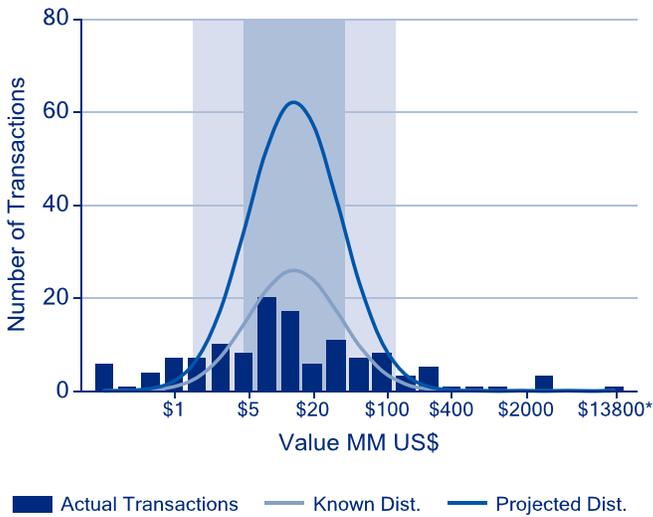
**Figure 1.** 2004 - 2009 value and volume comparison

#### Median Enterprise Value Multiples



**Figure 2.** 2004 - 2009 median: Value, Revenue, EBITDA comparison.

## Bell Curve - Histogram



**Figure 3.** Shows distribution of transactions among media industry transactions based on publicly available information and Berkery Noyes estimates. Using a logarithmic scale, we determined that nearly two-thirds of companies purchased had transaction values of \$1 million to \$90.0 million. Based on these data, we estimate the total transaction value of deals done from Jan. 1 to Dec. 31, 2009 at \$36.51 billion.

\* Indicates largest transaction in the industry from Jan. 1, 2009 to Dec. 31, 2009

## Distribution Table

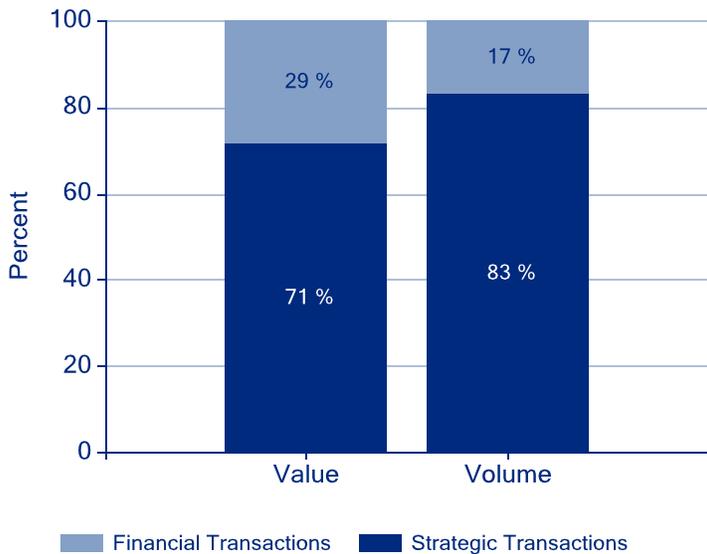
Value in MM US\$	Known Number	Projected Number	Total Number	%	Cumulative %
\$0.2	6	0	6	5 %	5 %
\$0.4	1	0	1	1 %	5 %
\$0.6	4	1	4	3 %	8 %
\$1.0	7	2	9	5 %	14 %
\$1.6	7	7	13	5 %	19 %
\$2.7	10	17	27	8 %	27 %
\$4.5	8	34	41	6 %	33 %
\$7.4	20	52	71	15 %	48 %
\$12.2	17	62	78	13 %	62 %
\$20.1	6	57	63	5 %	66 %
\$33.1	11	42	52	8 %	75 %
\$54.6	7	23	30	5 %	80 %
\$90.0	8	10	18	6 %	86 %
\$148.4	3	4	6	2 %	88 %
\$244.7	5	1	5	4 %	92 %
\$403.4	1	0	1	1 %	93 %
\$665.1	1	0	1	1 %	94 %
\$1,096.6	1	0	1	1 %	95 %
\$1,808.0	0	0	0	0 %	95 %
\$2,981.0	3	0	3	2 %	97 %
\$4,914.8	0	0	0	0 %	97 %
\$8,103.1	0	0	0	0 %	97 %
\$13,359.7	1	0	1	1 %	98 %
<b>Total #</b>	<b>130</b>	<b>311</b>	<b>441</b>		
<b>Total \$ Value</b>	<b>\$32,310</b>	<b>\$4,205</b>	<b>\$36,515</b>		

■ Middle 3rd of Industry ■ Middle 2/3rds of Industry

**Figure 4.** Presents the data depicted in the bell curve-histogram.

## STRATEGIC VS FINANCIAL COMPARISON

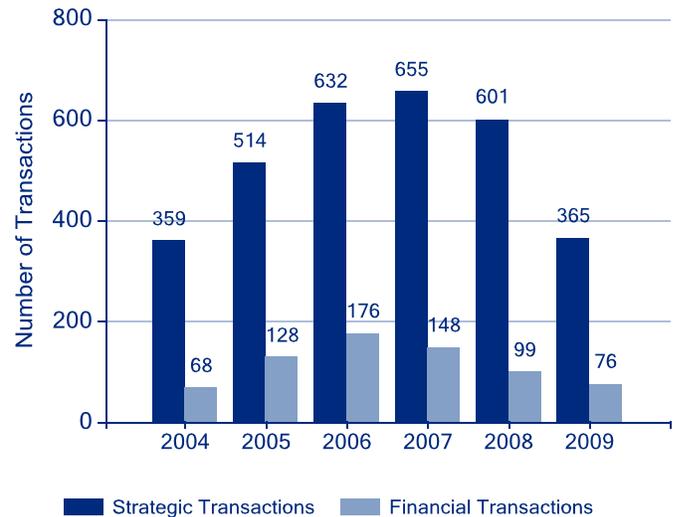
### M&A Dynamics By Transaction Type



**Figure 5.** Out of 441 transactions tracked by Berkery Noyes in 2009 we found that financially sponsored transactions accounted for 17 percent of the volume or 76 transactions and greater than 29 percent of the value or \$10.69 billion worth of financially sponsored transactions.

**note:** financially sponsored transactions include PE-backed strategic acquisitions.

### Transaction Type



**Figure 6.** Financially sponsored transactions represented 17 percent of the volume and 29 percent of the value for 2009 as opposed to 14 percent of the volume and 33 percent of the value for 2008.

Top Ten Notable Transactions 2009

Deal Date	Target Name	Buyer	Value MM US\$
12/03/09	NBC Universal	Comcast Corporation	\$13,750
11/05/09	IMS Health Incorporated	TPG Capital, CPP Investment Board	\$4,014
08/31/09	Marvel Entertainment Group, Inc.	The Walt Disney Company	\$3,925
12/11/09	Springer Science & Business Media	Government of Singapore Investment Corporation, EQT Funds Management Limited	\$3,368
06/19/09	Wood Mackenzie	Charterhouse Capital Partners	\$766
09/24/09	Ten Network Holdings	Macquarie Capital	\$600
09/29/09	BuscaPé.com, Inc.	Naspers Ltd.	\$342
06/11/09	100% of NT1 and 40% of TMC from Groupe AB S.A.	TF1 Group	\$270
11/09/09	Playfish	Electronic Arts Inc.	\$261
06/18/09	HLTH Corporation	WebMD Corporation	N/A
2009 Aggregate Transaction Value			\$36,515
Top 9 Aggregate Transaction Value			\$27,295
<b>Top 9 Aggregate Value as a Percentage of All Transactions</b>			<b>75 %</b>

Figure 7. Lists the top ten transactions for 2009 and calculates their aggregate transaction value as a percentage of the 2009 total aggregate transaction value as shown on Figures 1 & 4.

note: Transactions data based on announcement date.

Median EV/Revenue Multiples By Size

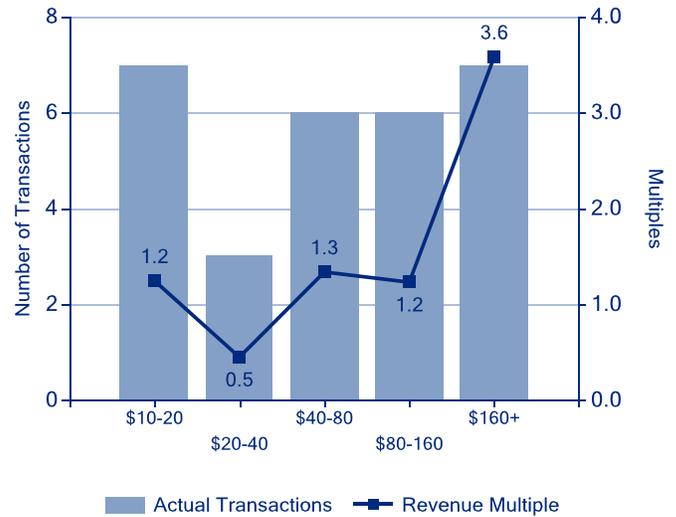


Figure 8. Presents the median enterprise value/revenue multiples paid for companies in the media industry based on publicly available sales price and revenue data.

TRANSACTION VOLUME BY SEGMENT | January 1, 2004 - December 31, 2009

Transactions By Market Segment

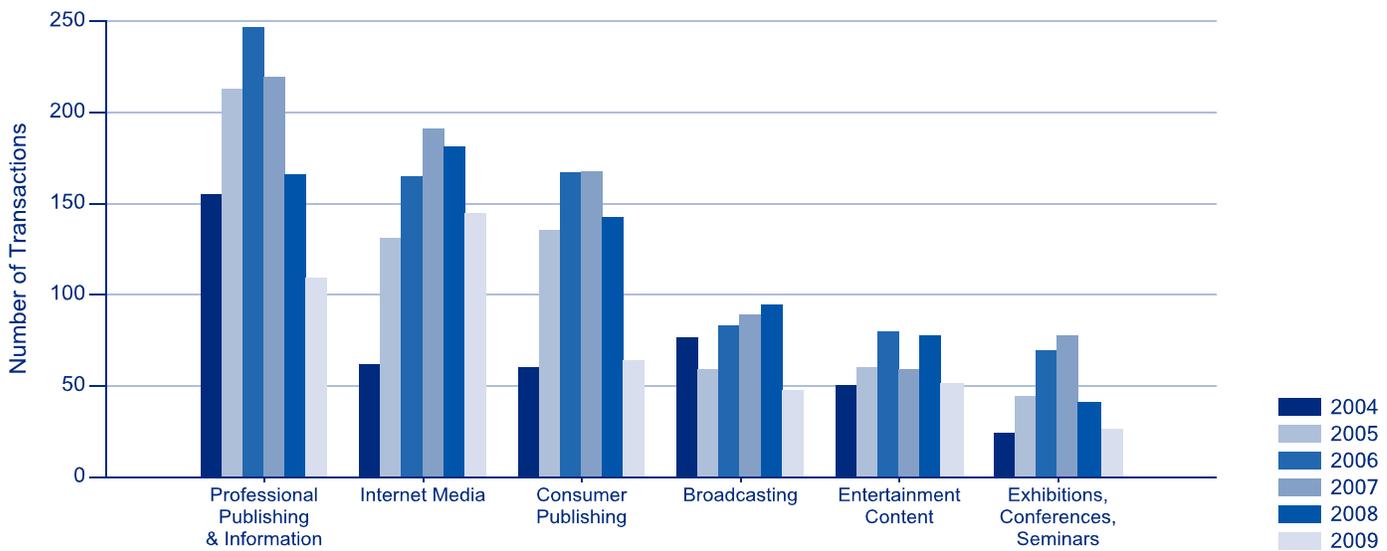


Figure 9. Presents the transaction volume by target segments within the media industry 2004 - 2009.

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Founded in 1980, Berkery Noyes is the leading independent investment bank specializing in the information content and technology industries. The firm has initiated, managed and closed more than 450 merger and acquisition transactions for privately held and publicly traded companies in the business, technology, education, health, financial and legal information segments. Berkery Noyes is unique among investment banking firms in that we combine truly independent strategic research and industry intelligence with senior information technology banking expertise. With no equity fund or brokerage business to manage, our partners and investment banking professionals are one hundred percent focused on M&A advisory services. Berkery Noyes employs over 30 individuals with deep industry knowledge and experience who strive to exceed our clients' expectations by maximizing the full value of their information technology and content assets.

All charts in this report are based on data gathered by Berkery Noyes. All transaction statistics are based on announcement date. For current information ask for our Weekly Deal Report. You'll find a link to it at [www.berkerynoyes.com](http://www.berkerynoyes.com). Click on the "Weekly Deal Reports" tab to sign up.

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## FOOTNOTES

### Market Segments

Market Segment	Description
Broadcasting	Television & Radio Broadcasting
Consumer Publishing	Trade Books, Phone Books, Shopping Guides, Newspapers, Consumer Magazines
Entertainment Content	Film, Music, Television, Video Games
Exhibitions, Conferences, Seminars	Exhibitions, Conferences, Seminars
Internet Media	Web Portals, Social Networks, User-Generated Content, Search engines, Blogs, forums, E-zines
Professional Publishing & Information	Professional Books, Journals, Newletters, Textbooks, Trade Magazines, Newswires, Market Research, Business Information Services

**Figure 10.** Represents what types of media companies are included in Figure 9.

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